

Fill in this information to identify the case:

Debtor name **WaveGuide Corporation**

United States Bankruptcy Court for the: **DISTRICT OF MASSACHUSETTS**

Case number (if known) **18-12207-JNF**

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

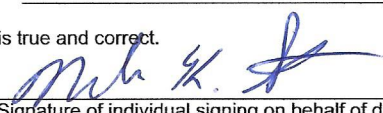
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **June 27, 2018**

x


Signature of individual signing on behalf of debtor

Nelson K. Stacks

Printed name

President

Position or relationship to debtor

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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Best Case Bankruptcy

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United States Bankruptcy Court for the: **DISTRICT OF MASSACHUSETTS**

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Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

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Part 1: Summary of Assets

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

| | |
|-------------------------------------------------------------------------------------|----------------------|
| 1a. Real property: Copy line 88 from <i>Schedule A/B</i> | \$ 0.00 |
| 1b. Total personal property: Copy line 91A from <i>Schedule A/B</i> | \$ 338,780.00 |
| 1c. Total of all property: Copy line 92 from <i>Schedule A/B</i> | \$ 338,780.00 |

Part 2: Summary of Liabilities

| | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|
| 2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i> | \$ 0.00 |
| 3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F) | |
| 3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i> | \$ 0.00 |
| 3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i> | +\$ 1,512,304.07 |
| 4. Total liabilities Lines 2 + 3a + 3b | \$ 1,512,304.07 |

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Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

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Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. **Bank of America****Checking****4550****\$286,000.00****4. Other cash equivalents (Identify all)****5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$286,000.00**Part 2: Deposits and Prepayments****6. Does the debtor have any deposits or prepayments?**

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. **3 month real estate security deposit****\$26,280.00****8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Description, including name of holder of prepayment

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$26,280.00

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Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☒ No. Go to Part 4.
☐ Yes Fill in the information below.

Part 4: Investments

13. Does the debtor own any investments?

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☒ No. Go to Part 6.
☐ Yes Fill in the information below.

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

| | General description | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------------|------------------------------------|
| 39. | Office furniture Chairs, tables | \$2,106.65 | | \$500.00 |
| 40. | Office fixtures | | | |
| 41. | Office equipment, including all computer equipment and communication systems equipment and software Photo copier, file cabinets, laptop computers, monitors, printers | \$41,700.00 | | \$5,000.00 |

42. **Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$5,500.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☐ No
☒ Yes

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45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☐ No. Go to Part 9.
☒ Yes Fill in the information below.

| General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number) | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------|---------------------------------------|
| 47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles | | | |
| 48. Watercraft, trailers, motors, and related accessories <i>Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels</i> | | | |
| 49. Aircraft and accessories | | | |
| 50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment) | | | |
| Lab equipment | \$147,484.51 | | \$15,000.00 |
| Manufacturing equipment | \$6,130.12 | | \$6,000.00 |

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$21,000.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☐ No
☒ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 9: Real property

54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.
☒ Yes Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

| Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available. | Nature and extent of debtor's interest in property | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------|---------------------------------------|
| | | | | |

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55.1. **Lease of office and
lab space at 85
Bolton Street,
Cambridge, MA
02140**

**Commercial
lease - Debtor
is lessee**

\$0.00 N/A

\$0.00

56. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.
Copy the total to line 88.

\$0.00

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

☒ No

☐ Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

☒ No

☐ Yes

Part 10: Intangibles and intellectual property

59. **Does the debtor have any interests in intangibles or intellectual property?**

☐ No. Go to Part 11.

☒ Yes Fill in the information below.

General description

**Net book value of
debtor's interest
(Where available)**

**Valuation method used
for current value**

**Current value of
debtor's interest**

60. **Patents, copyrights, trademarks, and trade secrets
6 patents in process - not yet granted**

\$0.00

Unknown

61. **Internet domain names and websites**

62. **Licenses, franchises, and royalties**

63. **Customer lists, mailing lists, or other compilations**

64. **Other intangibles, or intellectual property**

65. **Goodwill**

66. **Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. **Do your lists or records include personally identifiable information of customers** (as defined in 11 U.S.C. §§ 101(41A) and 107?)

☒ No

☐ Yes

68. **Is there an amortization or other similar schedule available for any of the property listed in Part 10?**

☒ No

☐ Yes

69. **Has any of the property listed in Part 10 been appraised by a professional within the last year?**

☒ No

☐ Yes

Part 11: All other assets

70. **Does the debtor own any other assets that have not yet been reported on this form?**

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Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes Fill in the information below.

Current value of
debtor's interest

71. **Notes receivable**
Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**
Description (for example, federal, state, local)

Net Operating Losses

Tax year

Unknown

73. **Interests in insurance policies or annuities**
Chubb Group Policy No. 36015599 "Commercial
Package", June 8, 2018 - June 8, 2019, providing
Commercial Property Coverage, General Liability
Coverage, D&O Liability Coverage, Excess D&O Liability
Coverage, D&O General Liability Coverage, Workers
Compensation Coverage

\$0.00

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

76. **Trusts, equitable or future interests in property**

77. **Other property of any kind not already listed** *Examples: Season tickets, country club membership*

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

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Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

| Type of property | Current value of personal property | Current value of real property |
|---------------------------------------------------------------------------------------------------------|------------------------------------|--------------------------------|
| 80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i> | \$286,000.00 | |
| 81. Deposits and prepayments. <i>Copy line 9, Part 2.</i> | \$26,280.00 | |
| 82. Accounts receivable. <i>Copy line 12, Part 3.</i> | \$0.00 | |
| 83. Investments. <i>Copy line 17, Part 4.</i> | \$0.00 | |
| 84. Inventory. <i>Copy line 23, Part 5.</i> | \$0.00 | |
| 85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i> | \$0.00 | |
| 86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i> | \$5,500.00 | |
| 87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i> | \$21,000.00 | |
| 88. Real property. <i>Copy line 56, Part 9.....></i> | | \$0.00 |
| 89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i> | \$0.00 | |
| 90. All other assets. <i>Copy line 78, Part 11.</i> | + \$0.00 | |
| 91. Total. Add lines 80 through 90 for each column | \$338,780.00 | + 91b. \$0.00 |
| 92. Total of all property on Schedule A/B. Add lines 91a+91b=92 | | \$338,780.00 |

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Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

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Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☒ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☐ Yes. Fill in all of the information below.

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Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

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Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☒ No. Go to Part 2.

☐ Yes. Go to line 2.

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

| | | Amount of claim | |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|
| 3.1 | Nonpriority creditor's name and mailing address Bolton Street Partners, LLC 181 Dudley Road Newton Center, MA 02459 Date(s) debt was incurred <u>5/1/2018</u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>approximate balance owed under remainder of term of real estate lease</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$60,000.00 |
| 3.2 | Nonpriority creditor's name and mailing address Cadence Design Systems, Inc. 270 Billerica Road Chelmsford, MA 01824 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>software license fee for June-November 2018</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$180,000.00 |
| 3.3 | Nonpriority creditor's name and mailing address GO Therapeutics, Inc. One Broadway, 14th Floor Cambridge, MA 02142 Date(s) debt was incurred <u>12/1/2016</u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>sponsored research and option agreement</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$150,000.00 |
| 3.4 | Nonpriority creditor's name and mailing address ISE Labs, Inc. 46800 Bayside Parkway Fremont, CA 94538 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>testing services</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | \$32,500.00 |

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Name

3.5 Nonpriority creditor's name and mailing address **Marcus Semones**
120 Browne St. #1
Brookline, MA 02446
 Date(s) debt was incurred ____
 Last 4 digits of account number ____
 As of the petition filing date, the claim is: *Check all that apply.* **\$416,743.00**
☒ Contingent
☐ Unliquidated
☐ Disputed
 Basis for the claim: **employment agreement severance liability**
 Is the claim subject to offset? ☒ No ☐ Yes

3.6 Nonpriority creditor's name and mailing address **Morgan, Lewis & Bockius LLP**
c/o Stephen Altieri, Ph.D.
One Federal Street
Boston, MA 02110
 Date(s) debt was incurred ____
 Last 4 digits of account number ____
 As of the petition filing date, the claim is: *Check all that apply.* **\$134.00**
☐ Contingent
☐ Unliquidated
☒ Disputed
 Basis for the claim: **Services**
 Is the claim subject to offset? ☒ No ☐ Yes

3.7 Nonpriority creditor's name and mailing address **Nelson Stacks**
393 Brookline Street
Newton Center, MA 02459
 Date(s) debt was incurred ____
 Last 4 digits of account number ____
 As of the petition filing date, the claim is: *Check all that apply.* **\$638,764.32**
☒ Contingent
☐ Unliquidated
☐ Disputed
 Basis for the claim: **employment agreement severance liability**
 Is the claim subject to offset? ☒ No ☐ Yes

3.8 Nonpriority creditor's name and mailing address **Rubin and Rudman LLP**
Attn: Joseph S.U. Bodoff, Esq.
53 State Street
Boston, MA 02109
 Date(s) debt was incurred ____
 Last 4 digits of account number ____
 As of the petition filing date, the claim is: *Check all that apply.* **\$34,162.75**
☐ Contingent
☐ Unliquidated
☐ Disputed
 Basis for the claim: **legal services**
 Is the claim subject to offset? ☒ No ☐ Yes

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2

Lines 5a + 5b = 5c.

| Total of claim amounts | |
|------------------------|-----------------|
| 5a. | \$ 0.00 |
| 5b. + | \$ 1,512,304.07 |
| 5c. | \$ 1,512,304.07 |

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Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

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Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B).

Property

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest **employment agreement**

State the term remaining

List the contract number of any government contract

**Alex Alexeyev
19 Pickett Street
Beverly, MA 01915**

2.2. State what the contract or lease is for and the nature of the debtor's interest **commercial lease for Debtor's location, including lab and office space**
State the term remaining **five months**

List the contract number of any government contract

**Bolton Street Partners, LLC
181 Dudley Road
Newton Center, MA 02459**

2.3. State what the contract or lease is for and the nature of the debtor's interest **sponsored research and option agreement dated 11/16/2015 as amended**

State the term remaining

List the contract number of any government contract

**GO Therapeutics, Inc.
One Broadway, 14th Floor
Cambridge, MA 02142**

2.4. State what the contract or lease is for and the nature of the debtor's interest **sponsored research and option agreement dated 12/1/2016**

State the term remaining

List the contract number of any government contract

**GO Therapeutics, Inc.
One Broadway, 14th Floor
Cambridge, MA 02142**

Debtor 1 **WaveGuide Corporation**Case number (if known) **18-12207-JNF**

First Name

Middle Name

Last Name

Additional Page if You Have More Contracts or Leases**2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.5. State what the contract or lease is for and the nature of the debtor's interest **employment contract**

State the term remaining

List the contract number of any government contract

**Harshal Zope
65 Riverside Avenue Apt #11
Medford, MA 02155**2.6. State what the contract or lease is for and the nature of the debtor's interest **employment contract**

State the term remaining

List the contract number of any government contract

**Howard Hutchins
17 Hay Street
Newbury, MA 01951**2.7. State what the contract or lease is for and the nature of the debtor's interest **employment contract**

State the term remaining

List the contract number of any government contract

**Marcus Semones
120 Browne St. #1
Brookline, MA 02446**2.8. State what the contract or lease is for and the nature of the debtor's interest **employment contract**

State the term remaining

List the contract number of any government contract

**Massimiliano La Colla
40 Brattle St #2
Arlington, MA 02476**2.9. State what the contract or lease is for and the nature of the debtor's interest **employment contract**

State the term remaining

List the contract number of any government contract

**Nelson Stacks
393 Brookline Street
Newton Center, MA 02459**2.10. State what the contract or lease is for and the nature of the debtor's interest **patent license agreement**State the term remaining **indefinite**

List the contract number of any

**President and Fellows of Harvard College
Richard and Susan Smith Campus Center
1350 Massachusetts Ave, Suite 727E
Cambridge, MA 02138**

Debtor 1 **WaveGuide Corporation**

First Name

Middle Name

Last Name

Case number (if known)

18-12207-JNF**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

government contract

2.11. State what the contract or lease is for and the nature of the debtor's interest

employment contract

State the term remaining

List the contract number of any government contract

**Sebastian Patulea
18 Bromfield Road, #1
Somerville, MA 02144**

2.12. State what the contract or lease is for and the nature of the debtor's interest

employment contract

State the term remaining

List the contract number of any government contract

**Wendy Graham-Coco
7 Acorn Lane
Dedham, MA 02026**

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United States Bankruptcy Court for the: **DISTRICT OF MASSACHUSETTS**

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☐ Check if this is an amended filing

Official Form 206H

Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☐ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

| Name | Mailing Address | Name | Check all schedules that apply: |
|------|------------------------------------------|------|------------------------------------------------------------------------------------------|
| 2.1 | <p>Street</p> <p>City State Zip Code</p> | | <input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G |
| 2.2 | <p>Street</p> <p>City State Zip Code</p> | | <input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G |
| 2.3 | <p>Street</p> <p>City State Zip Code</p> | | <input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G |
| 2.4 | <p>Street</p> <p>City State Zip Code</p> | | <input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G |

Fill in this information to identify the case:

Debtor name **WaveGuide Corporation**

United States Bankruptcy Court for the: **DISTRICT OF MASSACHUSETTS**

Case number (if known) **18-12207-JNF**

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From **1/01/2018** to **Filing Date**

☒ Operating a business

\$0.00

☐ Other _____

For prior year:

From **1/01/2017** to **12/31/2017**

☒ Operating a business

\$0.00

☐ Other _____

For year before that:

From **1/01/2016** to **12/31/2016**

☒ Operating a business

\$0.00

☐ Other _____

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

Debtor **WaveGuide Corporation**Case number (if known) **18-12207-JNF**

| Creditor's Name and Address | Dates | Total amount of value | Reasons for payment or transfer <i>Check all that apply</i> |
|-------------------------------------|-------|-----------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 3.1. SEE ATTACHED SCHEDULE 3 | | \$0.00 | <input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___ |

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

| Insider's name and address Relationship to debtor | Dates | Total amount of value | Reasons for payment or transfer |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|----------------------------------------------------------------------|
| 4.1. Nelson Stacks 393 Brookline Street Newton Center, MA 02459 President and CEO | semi-monthly payments of salary and expense reimbursement payments in May, July, September and December 2017 and March and May 2018 | \$474,670.78 | salary (\$412,000.00) and expense reimbursement (\$62,670.78) |
| 4.2. Marcus Semones 120 Browne St. #1 Brookline, MA 02446 Director and CSO | semi-monthly payments of salary and expense reimbursement payments in March 2018 | \$280,601.14 | salary (\$272,949.60) and expense reimbursement (\$7,651.54) |
| 4.3. Peter Farrell Resmed Corporation 9001 Spectrum Center Blvd. San Diego, CA 92123 Chairman of the Board | 9/30/2017 | \$14,683.50 | director's fee |
| 4.4. Brian Finn 38 Evans Drive Glen Head, NY 11545 Director | 6/30/2017 | \$11,750.00 | director's fee |
| 4.5. Isaac Blech 395 South End Avenue, Apt. 28J New York, NY 10280 Former Director | 6/30/2017 | \$12,187.50 | director's fee |
| 4.6. James T. Hill 623 Evans Avenue San Antonio, TX 78209 Director | 6/30/2017 | \$11,750.00 | director's fee |

Debtor **WaveGuide Corporation**Case number (if known) **18-12207-JNF**

| Insider's name and address Relationship to debtor | Dates | Total amount of value | Reasons for payment or transfer |
|---------------------------------------------------------------------------------------------------------|------------------|-----------------------|---------------------------------|
| 4.7. Michael Jones 13010 Sunset Drive Los Altos, CA 94022 Director | 6/30/2017 | \$11,437.50 | director's fee |

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☐ None

| Creditor's name and address | Describe of the Property | Date | Value of property |
|-----------------------------|--------------------------|------|-------------------|
|-----------------------------|--------------------------|------|-------------------|

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☐ None

| Creditor's name and address | Description of the action creditor took | Date action was taken | Amount |
|-----------------------------|-----------------------------------------|-----------------------|--------|
|-----------------------------|-----------------------------------------|-----------------------|--------|

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

| Case title Case number | Nature of case | Court or agency's name and address | Status of case |
|---------------------------|----------------|------------------------------------|----------------|
|---------------------------|----------------|------------------------------------|----------------|

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☐ None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

☐ None

| Recipient's name and address | Description of the gifts or contributions | Dates given | Value |
|------------------------------|-------------------------------------------|-------------|-------|
|------------------------------|-------------------------------------------|-------------|-------|

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

☐ None

Debtor **WaveGuide Corporation**Case number (if known) **18-12207-JNF****Description of the property lost and how the loss occurred****Amount of payments received for the loss**

If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

Dates of loss**Value of property lost****Part 6: Certain Payments or Transfers****11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.
Who was paid or who received the transfer?
Address
If not money, describe any property transferred**Dates****Total amount or value**
 11.1. **Rubin and Rudman LLP**
53 State Street
Boston, MA 02109
Attorney Fees**May 2018****\$40,722.70**
Email or website address
jbodoff@rubinrudman.com
Who made the payment, if not debtor?

11.2.

Jeffrey D. Sternklar LLC
26th Floor
225 Franklin Street
Boston, MA 02110
Retainer for Attorney Fees. Prepetition fees of \$5599 and chapter 11 filing fee of \$1717 deducted from retainer prior to commencement of bankruptcy case. The balance of the retainer (\$7684) will be held as security for fees and for reimbursement of expenses.
May 30, 2018**\$15,000.00**
Email or website address
jeffrey@sternklarlaw.com
Who made the payment, if not debtor?**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.**Name of trust or device****Describe any property transferred****Dates transfers were made****Total amount or value****13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.
Who received transfer?
Address
Description of property transferred or payments received or debts paid in exchange
Date transfer was made
Total amount or value

Debtor **WaveGuide Corporation**Case number (if known) **18-12207-JNF****Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

| | Address | Dates of occupancy From-To |
|-------|------------------------------------------------------------------------------|-------------------------------|
| 14.1. | 675 West Kendall Street Cambridge, MA 02142 | 10/2015 to 4/2018 |
| 14.2. | Cambridge Innovation Center 1 Broadway, 14th Floor Cambridge, MA 02142 | June 2011 to present |

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
- ☐ Yes. Fill in the information below.

| Facility name and address | Nature of the business operation, including type of services the debtor provides | If debtor provides meals and housing, number of patients in debtor's care |
|---------------------------|----------------------------------------------------------------------------------|---------------------------------------------------------------------------|
|---------------------------|----------------------------------------------------------------------------------|---------------------------------------------------------------------------|

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

- ☒ No.
- ☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☐ No. Go to Part 10.
- ☒ Yes. Does the debtor serve as plan administrator?

☐ No Go to Part 10.☒ Yes. Fill in below:

Name of plan

WaveGuide Corporation - 718754

Employer identification number of the plan

EIN: **27-1718568**

Has the plan been terminated?

- ☒ No
- ☐ Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

Debtor **WaveGuide Corporation**Case number (if known) **18-12207-JNF****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

| Financial Institution name and Address | Last 4 digits of account number | Type of account or instrument | Date account was closed, sold, moved, or transferred | Last balance before closing or transfer |
|----------------------------------------|---------------------------------|-------------------------------|------------------------------------------------------|-----------------------------------------|
|----------------------------------------|---------------------------------|-------------------------------|------------------------------------------------------|-----------------------------------------|

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☐ None

| Depository institution name and address | Names of anyone with access to it Address | Description of the contents | Do you still have it? |
|-----------------------------------------|----------------------------------------------|-----------------------------|-----------------------|
|-----------------------------------------|----------------------------------------------|-----------------------------|-----------------------|

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

| Facility name and address | Names of anyone with access to it | Description of the contents | Do you still have it? |
|---------------------------|-----------------------------------|-----------------------------|-----------------------|
|---------------------------|-----------------------------------|-----------------------------|-----------------------|

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None
Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.
☐ No.

☐ Yes. Provide details below.

| Case title Case number | Court or agency name and address | Nature of the case | Status of case |
|---------------------------|----------------------------------|--------------------|----------------|
|---------------------------|----------------------------------|--------------------|----------------|

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

Debtor **WaveGuide Corporation**Case number (if known) **18-12207-JNF**

- ☒ No.
☐ Yes. Provide details below.

Site name and address

Governmental unit name and address

Environmental law, if known

Date of notice

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address

Governmental unit name and address

Environmental law, if known

Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name address

Describe the nature of the business

Employer Identification number

Do not include Social Security number or ITIN.

Dates business existed

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Name and address

Date of service
From-To

26a.1. **KPMG LLP**
Two Financial Center
60 South Street
Boston, MA 02111

2015 to present

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

- ☐ None

Name and address

Date of service
From-To

26b.1. **KPMG LLP**
Two Financial Center
60 South Street
Boston, MA 02111

2015 to present

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

- ☐ None

Name and address

If any books of account and records are
unavailable, explain why

26c.1. **KPMG LLP**
Two Financial Center
60 South Street
Boston, MA 02111

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

Debtor **WaveGuide Corporation**Case number (if known) **18-12207-JNF**☐ None**Name and address**26d.1. **multiple VC and investment firms****27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☐ No☒ Yes. Give the details about the two most recent inventories.

| | Name of the person who supervised the taking of the inventory | Date of inventory | The dollar amount and basis (cost, market, or other basis) of each inventory |
|------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|-------------------------------------------------------------------------------------|
| 27.1 | Gary Yee | 3/22/2018 | |
| | Name and address of the person who has possession of inventory records BSI Corporation | | |
| 27.2 | Wendy Graham | | |
| | Name and address of the person who has possession of inventory records WaveGuide Corporation 85 Bolton Street Cambridge, MA 02140 | | |

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

| Name | Address | Position and nature of any interest | % of interest, if any |
|-----------------------|----------------------------------------------------------------------------------|----------------------------------------------|------------------------------|
| Nelson Stacks | 393 Brookline Street Newton Center, MA 02459 | President, CEO, director, shareholder | 9.59% |
| Name | Address | Position and nature of any interest | % of interest, if any |
| Marcus Semones | 120 Browne St. #1 Brookline, MA 02446 | Director, CSO and shareholder | 8.50% |
| Name | Address | Position and nature of any interest | % of interest, if any |
| Peter Farrell | Resmed Corporation 9001 Spectrum Center Blvd. San Diego, CA 92123 | Chairman of the Board, shareholder | 0.65% |
| Name | Address | Position and nature of any interest | % of interest, if any |
| Brian Finn | 38 Evans Drive Glen Head, NY 11545 | Director, shareholder | 0.94% |
| Name | Address | Position and nature of any interest | % of interest, if any |
| James T. Hill | 623 Evans Avenue San Antonio, TX 78209 | Director, shareholder | 0.44% |

Debtor **WaveGuide Corporation**Case number (if known) **18-12207-JNF**

| Name | Address | Position and nature of any interest | % of interest, if any |
|---------------|-------------------------------------------|-------------------------------------|-----------------------|
| Michael Jones | 13010 Sunset Drive Los Altos, CA 94022 | Director, shareholder | 0.44% |
| Name | Address | Position and nature of any interest | % of interest, if any |
| Peter B. Finn | 53 State Street Boston, MA 02109 | Secretary | 0.00% |

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No
☒ Yes. Identify below.

| Name | Address | Position and nature of any interest | Period during which position or interest was held |
|-------------|----------------------------------------------------|-------------------------------------|---------------------------------------------------|
| Isaac Blech | 395 South End Ave., Apt. 28J New York, NY 10280 | Vice Chairman of Board, shareholder | to April 2018 |

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

| Name and address of recipient | Amount of money or description and value of property | Dates | Reason for providing the value |
|-------------------------------|------------------------------------------------------|-------|--------------------------------|
|-------------------------------|------------------------------------------------------|-------|--------------------------------|

30.1 see response to #4

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

| Name of the parent corporation | Employer Identification number of the parent corporation |
|--------------------------------|----------------------------------------------------------|
|--------------------------------|----------------------------------------------------------|

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

| Name of the pension fund | Employer Identification number of the parent corporation |
|--------------------------|----------------------------------------------------------|
|--------------------------|----------------------------------------------------------|

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true

Debtor WaveGuide Corporation

Case number (if known) 18-12207-JNF

and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 27, 2018



Signature of individual signing on behalf of the debtor

Nelson K. Stacks

Printed name

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☐ No

☒ Yes

SCHEDULE B

| Date | Amount | Vendor | Description |
|-------------|---------------|-------------------------------------------------------------------------------------------------------|---------------------------------------|
| 3/12/2018 | \$31,880.42 | WIRE TYPE:INTL: SHEARMAN STERLING ID:250-390-80117406 BNF BK:C ITIBANK (HONG KONG) LI ID:CITIHKAX PMT | |
| 3/12/2018 | \$2,082.50 | NAMSA - USA | Biostats consulting-clinical protocol |
| 3/12/2018 | \$452.00 | CT Corporation CO | Corporate Fee |
| 3/12/2018 | \$207.69 | Fisher Scientific Co. | lab supplies |
| 3/13/2018 | \$538.05 | VWR International, LLC | lab supplies |
| 3/14/2018 | \$53,465.85 | ADP WAGE PAY | ADP Company wages/salary |
| 3/14/2018 | \$30,435.59 | ADP Tax | payroll taxes |
| 3/14/2018 | \$186.24 | Fisher Scientific Co. | lab supplies |
| 3/14/2018 | \$45.93 | VWR International, LLC | lab supplies |
| 3/15/2018 | \$10,156.39 | Rubin and Rudman LLP | Coporate legal |
| 3/15/2018 | \$552.00 | Abcam Inc | lab supplies |
| 3/15/2018 | \$105.19 | Michael Cheah | expense report reimbursement |
| 3/16/2018 | \$12,254.41 | ADP 401k | 401K |
| 3/16/2018 | \$6,140.70 | Rubin and Rudman LLP | Corporate legal |
| 3/16/2018 | \$1,267.50 | Smart Staffing Service | Research temp staff |
| 3/19/2018 | \$245.31 | VWR International, LLC | lab supplies |
| 3/21/2018 | \$2,359.00 | Melissa Darnley | research contractor |
| 3/21/2018 | \$480.88 | Fisher Scientific Co. | lab supplies |
| 3/21/2018 | \$182.55 | VWR International, LLC | lab supplies |
| 3/22/2018 | \$1,140.00 | LifeSpan BioSciences | lab supplies |
| 3/22/2018 | \$908.43 | Hayes Instrument Servi | lab services |
| 3/22/2018 | \$278.00 | Fisher Scientific Co. | lab supplies |
| 3/22/2018 | \$147.81 | VWR International, LLC | lab supplies |
| 3/23/2018 | \$13,795.68 | Tufts Health Plan (1) | Company Health Insurance |
| 3/23/2018 | \$12,609.15 | Nelson K. Stacks | China travel- exp reimbursement |
| 3/23/2018 | \$1,236.00 | Delta Dental of Mass | Company Dental Insurance |
| 3/23/2018 | \$599.00 | Tufts Health Plan | Howard Hutchins Health Insurance |
| 3/23/2018 | \$435.00 | Spherotech | lab supplies |
| 3/23/2018 | \$261.00 | Fisher Scientific Co. | lab supplies |
| 3/23/2018 | \$69.86 | VWR International, LLC | lab supplies |
| 3/23/2018 | \$55.89 | ADP PAYROLL FEES | Payroll Fee |
| 3/23/2018 | \$20.00 | Fisher Scientific Co. | lab supplies |
| 3/27/2018 | \$1,000.00 | ISE Labs Inc | ASIC engineering contractor |

| | | | |
|-----------|-------------|-----------------------------------------|-------------------------------|
| 3/27/2018 | \$265.63 | Merrill Communications | Coporate dataroom monthly fee |
| 3/27/2018 | \$30.68 | Harshal Zope | expense report reimbursement |
| 3/29/2018 | \$53,432.74 | ADP WAGE PAY | ADP Company wages/salary |
| 3/29/2018 | \$30,056.26 | ADP Tax | payroll taxes |
| 3/30/2018 | \$1,316.25 | Smart Staffing Service | Research temp staff |
| 3/30/2018 | \$743.75 | Sharon Timberlake Cons | RA/QA Consulting |
| 3/30/2018 | \$258.00 | ADP PAYROLL FEES | Payroll Fee |
| 3/12/2018 | \$1,021.90 | CHECKCARD 0308 CHINA SOUTH | Travel expense |
| 3/12/2018 | \$35.00 | CHECKCARD 0308 AGENT FEE | travel exp fee |
| 3/12/2018 | \$3,237.81 | CHECKCARD 0308 CHINA SOUTH | travel expense |
| 3/14/2018 | \$413.19 | CHECKCARD 0313 WESTIN GUANGZHOU | travel expense |
| 3/29/2018 | \$548.27 | CHECKCARD 0327 JETBLUE | travel expense |
| 3/29/2018 | \$548.27 | CHECKCARD 0327 JETBLUE | travel expense |
| 3/29/2018 | \$314.98 | CHECKCARD 0328 AAA Travel Online | travel expense |
| 3/30/2018 | \$38.26 | CHECKCARD 0329 HERTZ RENT-A-CAR HERTZ I | travel expense |
| 3/2/2018 | \$144.00 | CHECKCARD 0228 SPIDEROAK SPIDEROAK.CO | IP computer backup fee |
| 3/2/2018 | \$41.54 | CHECKCARD 0301 FEDEX | fedex mailing |
| 3/2/2018 | \$106.25 | CHECKCARD 0302 GOOGLE *SVCSAPPS_wave | google email hosting |
| 3/8/2018 | \$20.20 | CHECKCARD 0307 FEDEX | fedex mailing |
| 3/13/2018 | \$9.54 | CHECKCARD 0313 DKC*DIGI KEY CORP | engineering parts-hardware |
| 3/16/2018 | \$16.95 | CHECKCARD 0315 J2 EFAX SERVICES | efax services |
| 3/19/2018 | \$48.64 | CHECKCARD 0317 FEDEX | fedex mailing |
| 3/19/2018 | \$69.99 | CHECKCARD 0318 CBI*ACRONIS | |
| 3/23/2018 | \$47.81 | CHECKCARD 0322 MSFT * E01005I290 (micro | microsoft license fee |
| 3/23/2018 | \$26.56 | CHECKCARD 0322 MSFT * E01005I10T | microsoft license fee |
| 3/23/2018 | \$105.19 | CHECKCARD 0322 MSFT * E01005I28L | microsoft license fee |
| 3/26/2018 | \$38.00 | CHECKCARD 0322 GAPOS CASHIER 2 | |
| 3/26/2018 | \$80.24 | CHECKCARD 0324 FEDEX | fedex mailing |
| 3/27/2018 | \$34.94 | CHECKCARD 0326 AMAZON MKTPLACE | engineering parts-hardware |
| 3/28/2018 | \$85.00 | CHECKCARD 0327 STEMCELL TECH INC | lab supplies |
| 3/29/2018 | \$87.47 | CHECKCARD 0328 FEDEX | fedex mailing |
| 3/30/2018 | \$144.00 | CHECKCARD 0329 SPIDEROAK SPIDEROAK.CO | IP computer backup fee |
| 3/14/2018 | \$12.40 | CHECKCARD 0313 WESTIN GUANGZHOU-BAM | bank fee- travel |
| 4/2/2018 | \$435.00 | CAMBRIDGE INNOVATION Ctr (CIC) | monthly rent |

| | | | |
|-----------|-------------|---------------------------------------|---------------------------------------|
| 4/3/2018 | \$12,254.41 | ADP 401k | 401K match |
| 4/3/2018 | \$188.99 | Michael Cheah | expense report |
| 4/4/2018 | \$1,493.86 | Alton M Semones | expense report |
| 4/4/2018 | \$84.50 | Andrew Schweig | Tpass |
| 4/5/2018 | \$2,191.00 | Melissa Darnley | research contractor |
| 4/6/2018 | \$1,179.75 | Smart Staffing Service | Research temp staff |
| 4/6/2018 | \$391.00 | Harvard University | IP fee |
| 4/6/2018 | \$55.89 | ADP PAYROLL FEES | payroll fee |
| 4/6/2018 | \$9.34 | Harshal Zope | expense report |
| 4/9/2018 | \$14,925.00 | Morgan, Lewis & Bockius | Intellectual Property -Legal |
| 4/10/2018 | \$106.24 | Fisher Scientific Co. | lab supplies |
| 4/11/2018 | \$700.00 | ISE Labs Inc | ASIC-engineering contractor |
| 4/12/2018 | \$54,081.05 | ADP WAGE PAY | ADP Company wages/salary |
| 4/12/2018 | \$30,563.47 | ADP Tax | payroll taxes |
| 4/12/2018 | \$10,721.50 | Rubin and Rudman LLP | Corporate legal |
| 4/13/2018 | \$23,100.00 | Jeffrey G. Bernstein | Engineering contractor |
| 4/13/2018 | \$1,404.00 | Smart Staffing Service | Research temp staff |
| | | WIRE TYPE:INTL/ LYNX FINANCIAL HK LTD | |
| 4/16/2018 | \$3,001.00 | Lynx Financial /POP Services | |
| 4/16/2018 | \$12,400.36 | ADP 401k | 401K match |
| 4/16/2018 | \$623.16 | TA Instruments-Water | R&D lab equipment service-move |
| 4/16/2018 | \$250.00 | A.A. Rankis & Associates | RA/QA consulting |
| 4/16/2018 | \$122.50 | NAMSA -USA | Biostats consulting-clinical protocol |
| 4/17/2018 | \$1,377.00 | Trilogic | Engineering expense |
| 4/17/2018 | \$456.00 | COMM OF MASS EFT -MA DOR Pay | MA Dept of Revenue tax |
| 4/17/2018 | \$32.24 | VWR International, LLC | lab supplies |
| 4/18/2018 | \$43,704.00 | Morgan, Lewis & Bockius | Intellectual Property -Legal |
| 4/18/2018 | \$337.22 | Fisher Scientific Co. | lab supplies |
| 4/19/2018 | \$2,107.00 | Melissa Darnley | research contractor |
| 4/19/2018 | \$958.00 | Chelsea Cherenfant | expense reimbursement-parking |
| 4/19/2018 | \$954.37 | Alex Alexeyev | expense reimbursement-travel |
| 4/19/2018 | \$831.88 | Michael Trakimas | expense reimbursement-travel |
| 4/19/2018 | \$45.50 | iuvo Technologies | IT contractor |
| 4/20/2018 | \$1,443.00 | Smart Staffing Service | Research temp staff |

| | | | |
|-----------|--------------|-----------------------------------------|-----------------------------------|
| 4/20/2018 | \$246.25 | iuvo Technologies | IT contractor |
| 4/20/2018 | \$55.89 | ADP PAYROLL FEES | payroll fee |
| 4/23/2018 | \$13,795.68 | Tufts Health Plan (1) | Company Plan |
| 4/23/2018 | \$1,208.50 | Sterling Corporation | moving company |
| 4/23/2018 | \$1,120.00 | Melissa Darnley | research contractor |
| 4/23/2018 | \$599.00 | tufts Health Plan | Howard Hutchins |
| 4/24/2018 | \$971.44 | Wendy Graham-Coco | exp reimbursement-IT equip |
| 4/24/2018 | \$183.00 | Fisher Scientific Co. | lab supplies |
| 4/25/2018 | \$29.52 | Fisher Scientific Co. | lab supplies |
| 4/26/2018 | \$133,240.00 | Cadence Design Systems | Engineering software tool license |
| 4/26/2018 | \$171.71 | VWR International, LLC | lab supplies |
| 4/27/2018 | \$828.20 | RETURN ITEM CHARGEBACK | |
| 4/27/2018 | \$51,717.56 | ADP WAGE PAY | Company wages/salary |
| 4/27/2018 | \$28,894.20 | ADP Tax | payroll taxes |
| 4/27/2018 | \$1,236.00 | Delta Dental of Mass | Company dental insurance |
| 4/27/2018 | \$378.00 | ADP Tax | payroll taxes |
| 4/27/2018 | \$258.00 | ADP PAYROLL FEES | payroll fee |
| 4/27/2018 | \$55.68 | Fisher Scientific Co. | lab supplies |
| 4/30/2018 | \$499.72 | CHECKCARD 0428 STAPLES DIRECT | desk tables for move |
| 4/2/2018 | \$106.25 | CHECKCARD 0401 GOOGLE *SVCSAPPS_wave | google email hosting |
| 4/11/2018 | \$31.86 | CHECKCARD 0410 LINKEDIN-303 | Waveguide linked in Business acct |
| 4/12/2018 | \$14.61 | CHECKCARD 0412 DKC*DIGI KEY CORP | engineering parts-hardware |
| 4/16/2018 | \$16.95 | CHECKCARD 0415 J2 EFAX SERVICES | efax services |
| 4/18/2018 | \$28.46 | CHECKCARD 0417 FEDEX | fedex mailing |
| 4/23/2018 | \$47.81 | CHECKCARD 0422 MSFT * E01005OHA3 (Micro | microsoft license fee |
| 4/23/2018 | \$26.56 | CHECKCARD 0422 MSFT * E01005OMU9 | microsoft license fee |
| 4/23/2018 | \$105.19 | CHECKCARD 0422 MSFT * E01005OJ1B | microsoft license fee |
| 4/30/2018 | \$1,599.00 | CHECKCARD 0428 DUN & BRADSTREET | Dun & Bradstreet annual fee |
| 4/30/2018 | \$144.00 | CHECKCARD 0429 SPIDEROAK | IP computer backup fee |
| 4/16/2018 | \$20.49 | BAML Acct Analysis Service Fee | Bank fee |
| 5/1/2018 | \$13,047.47 | ADP 401k | 401K match |
| 5/1/2018 | \$435.00 | CAMBRIDGE INNOVATION CENTER (CIC) | monthly rent |
| 5/4/2018 | \$15,000.00 | Rubin and Rudman LLP | corporate legal |
| 5/4/2018 | \$13,825.00 | Jeffrey G. Bernstein | Monthly Consulting |

| | | | |
|-----------|-------------|------------------------|----------------------------------------|
| 5/4/2018 | \$1,793.42 | Nelson K Stacks | expense reimbursement |
| 5/4/2018 | \$1,277.25 | Smart Staffing Service | Research temp staff |
| 5/4/2018 | \$1,229.08 | Cambridge Consultants | due diligence consulting |
| 5/4/2018 | \$265.63 | Merrill Communications | Coporate dataroom monthly fee |
| 5/4/2018 | \$186.00 | Chelsea Cherenfant | expense reimbursement-parking |
| 5/4/2018 | \$54.38 | ADP PAYROLL FEES | payroll fees |
| 5/7/2018 | \$28,816.72 | Rubin and Rudman LLP | corporate legal |
| 5/7/2018 | \$744.32 | iuvo Technologies | IT contractor-move support |
| 5/10/2018 | \$12,075.00 | Rubin and Rudman LLP | corporate legal |
| 5/10/2018 | \$4,611.75 | Smart Staffing Service | Research temp staff |
| 5/10/2018 | \$2,866.00 | Bio-Rad AbD Services | lab supplies |
| 5/14/2018 | \$47,985.83 | ADP WAGE PAY | ADP Company wages/salary |
| 5/14/2018 | \$24,353.28 | ADP Tax | payroll taxes |
| 5/16/2018 | \$60,000.00 | Cadence Design Systems | Engineering software tool license |
| 5/16/2018 | \$8,564.41 | ADP 401k | 401K match |
| 5/16/2018 | \$7,032.00 | Morgan, Lewis & Bockiu | Intellectual property legal |
| 5/16/2018 | \$5,430.88 | Tufts Health Plan (1) | Company Health Insurance |
| 5/16/2018 | \$1,847.48 | Tufts Health Plan | Howard Hutchins & Alison Millis Health |
| 5/16/2018 | \$289.00 | Harvard University | patent fees |
| 5/16/2018 | \$243.75 | Smart Staffing Service | Research temp staff |
| 5/17/2018 | \$2,821.50 | Sterling Corporation | Moving Company |
| 5/18/2018 | \$8,760.00 | Bolton Street Partners | monthly space rent |
| 5/18/2018 | \$350.00 | ISE Labs Inc | ASIC-engineering contractor |
| 5/22/2018 | \$20,186.40 | Rubin and Rudman LLP | corporate legal |
| 5/22/2018 | \$11,500.00 | BSI Group America | ISO 13485 Certification audit |
| 5/22/2018 | \$3,575.00 | Mass Innovation Labs | monthly parking rent |
| 5/22/2018 | \$2,500.00 | Methodics Inc | software license -engineering |
| 5/22/2018 | \$1,076.25 | iuvo Technologies | IT contractor-move support |
| 5/22/2018 | \$137.00 | Alton M Semones | expense reimbursement |
| 5/22/2018 | \$112.36 | Fisher Scientific | lab supplies |
| 5/23/2018 | \$528.00 | Delta Dental of Mass | Company dental insurance |
| 5/24/2018 | \$434.55 | Nelson K Stacks | expense reimbrusement |
| 5/24/2018 | \$265.63 | Merrill Communictaions | Coporate dataroom monthly fee |
| 5/24/2018 | \$203.49 | Alex Alexeyev | expense reimbrusement-travel |

| | | |
|-----------|-----------------------------------------------|----------------------------------------------------------|
| 5/24/2018 | \$76.00 Sterling Corporation | moving company fee |
| 5/25/2018 | \$51.35 ADP PAYROLL FEES | payroll fees |
| 5/29/2018 | \$87,482.49 ADP WAGE PAY | ADP Company wages/salary |
| 5/29/2018 | \$24,654.39 ADP Tax | payroll tax |
| 5/29/2018 | \$20,314.22 ADP Tax | payroll tax |
| 5/31/2018 | \$18,634.00 Chubb & Son | Workers comp, etc insurance |
| 5/31/2018 | \$8,883.15 ADP 401k | 401K match |
| 5/31/2018 | \$6,916.11 ADP 401k | 401K match |
| 5/3/2018 | \$348.03 CHECKCARD 0502 STAPLES DIRECT | desk tables/ move |
| 5/2/2018 | \$19.73 CHECKCARD 0501 FEDEX | fedex mailing |
| 5/2/2018 | \$106.25 CHECKCARD 0501 GOOGLE *SVCSAPPS_wave | google email hosting |
| 5/11/2018 | \$31.86 CHECKCARD 0510 LINKEDIN | Waveguide linked in Business acct |
| 5/14/2018 | \$47.45 CHECKCARD 0512 CBI*MALWAREBYTES | IT software license |
| 5/16/2018 | \$13.17 CHECKCARD 0515 FEDEX | fedex mailing |
| 5/16/2018 | \$16.95 CHECKCARD 0515 J2 EFAX | efax services |
| 5/24/2018 | \$20.54 CHECKCARD 0523 FEDEX | fedex mailing |
| 5/25/2018 | \$22.34 CHECKCARD 0524 FEDEX | fedex mailing |
| 5/30/2018 | \$144.00 CHECKCARD 0529 SPIDEROAK | IP computer backup fee |
| 5/15/2018 | \$81.37 ACCT ANALYSIS FEE | Bank fee |
| 6/1/2018 | \$9,450.00 Jeffrey G. Bernstein | Monthly Consulting |
| 6/1/2018 | \$435.00 CAMBRIDGE INNOVATION Center (CIC) | monthly rent |
| 6/1/2018 | \$258.00 ADP PAYROLL FEES | payroll fee |
| 6/1/2018 | \$98.17 ADP PAYROLL FEES | payroll fee |
| 6/4/2018 | \$767.59 CHECKCARD 0602 DKC*DIGI KEY | engineering parts-hardware |
| 6/5/2018 | \$1,452.00 Sullivan Insurance Group | Corporate Insurance |
| 6/5/2018 | \$339.75 iuvo Technologies | IT contractor backups |
| 6/11/2018 | \$31.86 CHECKCARD 0610 LINKEDIN | Waveguide linked in Business acct |
| 6/11/2018 | \$28,727.82 Sullivan Insurance Group | D&O Insurance |
| 6/11/2018 | \$17,126.45 VWR International, LLC | lab supplies- multiple invoices |
| 6/11/2018 | \$3,187.50 iuvo Technologies | IT contractor- support & annual virus protection license |
| 6/12/2018 | \$420.56 Comcast | Internet services+ set up May & June |

**United States Bankruptcy Court
District of Massachusetts**

In re **WaveGuide Corporation**

Debtor(s)

Case No. **18-12207-JNF**
Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|-----------------------------------------------------------------------------------------------------------|-----------------------|----------------------|--------------------------------------------------|
| ACNYC LLC 300 BEACH DRIVE NE UNIT 2401 Saint Petersburg, FL 33701 | Series A | 708,607 | Preferred |
| ADOLFO CARMONA DONNA CARMONA JTEN 23 STRICKLAND ROAD Cos Cob, CT 06807 | Series A | 75,000 | Preferred |
| ALAN MENDELSON 52 BERWYN ROAD West Hartford, CT 06107 | Series A | 38,975 | Preferred |
| ALBERT GENTILE HIEDI LYN GENTILE JTEN PO BOX 654 Bloomington, NY 12411 | Series A | 17,716 | Preferred |
| ALEXANDER ALEXEYEV 19 Pickett Street Beverly, MA 01915 | Common Options | 729,428 | Options |
| ALLAN LIPKOWITZ REVOCABLE LIVING TRUST U 2686 ANZA TRAI Palm Springs, CA 92264 | Series A | 20,000 | Preferred |
| ALVA TERRY STAPLES 6705 DORADO PL Englewood, CO 80111-1766 | Series A | 17,716 | Preferred and Warrant (expired June 2018) |
| ALYSON D SCHLOSSER 1 LEDGEWOOD PLACE Armonk, NY 10504 | Series A | 18,000 | Preferred |
| ANALOG DEVICES, INC. One Technology Way Norwood, MA 02062-9106 | Common | 711,968 | Common |
| ANDREW LLOYD LESTER 68 BRYAM RIDGE ROAD Armonk, NY 10504 | Series A | 35,431 | Preferred |
| ANDREW W O'SHAUGHNESSY 3223 EMERALD LAKE DR Fort Wayne, IN 46804 | Series A | 35,431 | Preferred |

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|------------------------------------------------------------------------------------------------------------|-----------------------|----------------------|------------------|
| ANTHONY SPINOLA 421 14TH ST Oakmont, PA 15139 | Series A | 17,716 | Preferred |
| ARNOLD SPANGLER 1165 PARK AVE New York, NY 10128 | Series A | 50,000 | Preferred |
| ARNOLD T HAGLER SEPARATE PROPERTY TRUST 545 BONAIR WAY La Jolla, CA 92037 | Series A | 17,716 | Preferred |
| ARZT LLC 833 W 15TH PL UNIT 901 CHICAGO, IL 80608 | Series A | 17716 | Preferred |
| ASHISH JHINGAN DOLLY JHINGAN JTEN 5294 VIA DOLORES Newbury Park, CA 91320 | Series A | 35,431 | Preferred |
| BABST FAMILY TRUST UAD 04-01-86 JOEL MAR 324 S PALM DR Beverly Hills, CA 90212 | Series A | 19,997 | Preferred |
| BBB ASSETS LLC 150 LIMELIGHT WAY Oroville, CA 95966 | Series A | 708,607 | Preferred |
| BES INVESTMENTS LLC 230 PASSAIC AVENUE 1ST FLOOR Fairfield, NJ 07006 | Series A | 55,272 | Preferred |
| BF PARTNERS LP 5000 WEST 57TH STREET SUITE 200 PRAIRIE VILLAGE, KS 86207 | Series A | 34,431 | Preferred |
| BRIAN D. FINN 38 Evans Drive Glen Head, NY 11545 | Common Options | 232,528 | Options |
| BRIAN POTIKER REVOCABLE TRUST UAD 08/07/ 433 N CAMDEN DRIVE SUITE 810 Beverly Hills, CA 90210 | Series A | 49,957 | Preferred |

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|-------------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------------------------------------------|
| Bruce Donald Goethe and Laura K. Goethe 775 West M. Ave Kalamazoo, MI 49009 | Series A | 49,957 | Preferred |
| BRUCE P INGLIS NANCY P INGLIS JT TEN WROS 2202 S VILLA DRIVE Gibsonia, PA 15044 | Series A | 17,716 | Preferred |
| BRUCE P. DELAURENTIS 53 CALLE PALMERAS 6TH FLOOR San Juan, PR 00901 | Series A | 70,861 | Preferred |
| BRYAN EZRALOW 1994 TRUST U/T/D 12/22/199 23622 CALABASAS ROAD SUITE 200 Calabasas, CA 91302 | Series A | 212,583 | Preferred |
| Business Ventures LP Suite 1500 | | | |
| C BARNES DARWIN II 66 TRINITY OAKS CIRCLE Sweet Home, TX 77987 | Series A | 70,861 | Preferred |
| CARL DOMINO 136 TERRAPIN TRL Jupiter, FL 33458 | Series A | 70,861 | Preferred |
| CHARLES F BRINKLEY 230 BOO HOLLOW LANE Taylorsville, NC 28681 | Series A | 17,716 | Preferred |
| CHARLES NESSLER BROKUM RD P.O. BOX H Chester, CT 06412 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| CHARLES R. GARDNER 894 RIVER CREST DRIVE West Sacramento, CA 95605 | Series A | 17,716 | Preferred and Warrant (expired June 2018) |
| CHRISTOPHER KARL MELLON 1157 SPRINGER BTM Laughlintown, PA 15655 | Series A | 70,861 | Preferred |
| CLAY STRUVE 675 ARBOR DRIVE Lake Bluff, IL 60044 | Series A | 70,861 | Preferred |

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|-------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------------------------------------------|
| CONNECTIVITY VENTURE FUND c/o Maxim Group LLC 405 Lexington Avenue New York, NY 10174 | Series A | 177,152 | Preferred and Warrant (expired June 2018) |
| DANIEL ALLEN 1 UNION SQUARE SOUTH PENTHOUSE 16 New York, NY 10003 | Series A | 35,431 | Preferred |
| DANIEL B ERLANGER BETH L ERLANGER JTEN 1696 NORTHGATE DR Pittsburgh, PA 15241 | Series A | 17,716 | Preferred and Warrant (expired June 2018) |
| DANIEL P PETRO 2126 N VILLA CT Gibsonia, PA 15044 | Series A | 40,000 | Preferred |
| DAVID A DENT 6712 ARROWHEAD PASS Minneapolis, MN 55439 | Series A | 20,000 | Preferred |
| DAVID A MULKEY LIMITED PARTERSHIP II 2860 AUGUSTA DRIVE Las Vegas, NV 89109 | Series A | 17,716 | Preferred |
| DAVID ABEL 30 JERICHO EXECUTIVE PLAZA SUITE 300C Jericho, NY 11753 | Series A | 36,682 | Preferred |
| DAVID D DEATKINE JR 48 GREENWAY RD Birmingham, AL 35213 | Series A | 35,431 | Preferred |
| DAVID D. SHIVELY c/o Maxim Group LLC 405 Lexington Avenue New York, NY 10174 | Series A | 24,979 | Preferred |
| DAVID E SCHWARTZ 12 NORTHSTONE RD Swampscott, MA 01907 | Series A | 74,404 | Preferred and Warrant (expired June 2018) |
| DAVID FRYDRYCH 3 NORTHGATE PLAZA Harmony, PA 16037 | Series A | 18,000 | Preferred |

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---------------------------------------------------------------------------------------------------------------|----------------|----------------------|-------------------------------------------|
| DAVID OLSHANSKY 800 BOONE AVE STE 200 GOLDEN VALLEY, MN 55542-7000 | Series A | 25,156 | Preferred |
| DAVID S NAGELBERG 2003 REVOCABLE TRUST D c/o Maxim Group LLC 405 Lexington Avenue New York, NY 10174 | Series A | 70,861 | Preferred |
| DAVID S. HUNT 2101 CEDAR SPRINGS ROAD SUITE 600 Dallas, TX 75201 | Series A | 708,607 | Preferred and Warrant (expired June 2018) |
| DAVID SCHNEIDER 4850 DRAKE RD Cincinnati, OH 45243 | Series A | 120,000 | Preferred |
| DENNIS SHASHA 100 BLEEKER ST 7A New York, NY 10012 | Series A | 53,146 | Preferred |
| DENNIS STULL 42 S EMILY ST Pittsburgh, PA 15205 | Series A | 17,716 | Preferred |
| DEREK MALMBERG JENNIFER LYNN MALMBERG JT 6 WINSTON FARM LN Far Hills, NJ 07931 | Series A | 17,716 | Preferred |
| DJ & J LLC 401 S OLD WOODWARD AVENUE STE 333 Birmingham, MI 48009 | Series A | 109,983 | Preferred |
| DOMINICK J. ABEL 498 West End Ave 12C New York, NY 10024 | Series A | 17,716 | Preferred |
| DONALD L EKHOFF 15105 CONCORD CIRCLE Morgan Hill, CA 95037 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| DONALD R. KENDALL, JR 720 KUHLMAN RD. Houston, TX 77024 | Series A | 70,861 | Preferred |

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|--------------------------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------------------------------------------|
| DONALD SESTERHENN 3410 RAYMOND CT Racine, WI 53405 | Series A | 17,750 | Preferred |
| DONHEE HAM, PH.D. 53 Cudworth Lane Sudbury, MA 01776 | Common | 120,988 | Common |
| DOUGLAS WAYNE ORR 4818 BROOKVIEW DRIVE Dallas, TX 75220 | Series A | 17,716 | Preferred |
| DUE MONDI INVESTMENTS LP 8620 WILLOW WIND DR Boerne, TX 78015-4401 | Series A | 17,998 | Preferred |
| EDWARD KAHN 106 INMAN ST Cambridge, MA 02139 | Series A | 17,963 | Preferred |
| ELEVADO INVESTMENTS COMPANY LLC 23622 CALABASAS ROAD SUITE 200 Calabasas, CA 91302 | Series A | 141,722 | Preferred |
| EMSE LLC 23622 CALABASAS ROAD SUITE 200 Calabasas, CA 91302 | Series A | 70,861 | Preferred |
| ERNEST W. MOODY REVOCABLE TRUST UAD 1/14 175 E RENO AVE STE 06 - C/O DAVID KEYS Las Vegas, NV 89119-1102 | Series A | 425,165 | Preferred |
| EVAN JONES 11013 CRIPPLEGATE RD Potomac, MD 20854 | Series A | 13,762 | Preferred and Warrant (expired June 2018) |
| EZ MM & B HOLDINGS LLC 23622 CALABASAS ROAD SUITE 200 Calabasas, CA 91302 | Series A | 177,152 | Preferred |
| FARID VENTURES LLC 11914 DURRETTE HOUSTON, TX 99024 | Series A | 53,000 | Preferred and Warrant (expired June 2018) |
| FORTEZZA INVESTMENTS LP 760 NW 107TH AVE SUITE 300 Miami, FL 33172 | Series A | 177,152 | Preferred |

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---------------------------------------------------------------------------------------------------------------------|-----------------------|----------------------|--------------------------------------------------|
| FOUR POINT FUND TWO LLC 65 OVERLOOK RD West Roxbury, MA 02132 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| FREDERICK FOCHTMAN LINDA FOCHTMAN JTEN 6326 NODDING NIGHT COURT Columbia, MD 21044 | Series A | 17,500 | Preferred |
| GARFINKLE REVOCABLE TRUST UAD 5/15/08 MO 13783 E GAK ROAD Scottsdale, AZ 85259 | Series A | 110,000 | Preferred |
| GENERAL THOMAS HILL 623 Evans Avenue San Antonio, TX 78209 | Common Options | 232,528 | Options |
| GEORGE C ROETH KRISTIN R ROETH 15 CHARLES COURT Lafayette, CA 94549 | Series A | 40,000 | Preferred |
| GEORGE KALIL 446 N CAMPBELL AVE UNTIL 304 Tucson, AZ 85719 | Series A | 17,716 | Preferred |
| GILYA ALCHITS 11010 50 AVE N PLYMOUTH, MN 55442 | Series A | 20,125 | Preferred |
| GOREN BROTHERS LIMITED PARTNERSHIP 163 WASHINGTON VALLEY RD SUITE 103 Warren, NJ 07059 | Series A | 70,860 | Preferred |
| GRAHAM BURTON 4005 INDIAN RIVER DRIVE E Indialantic, FL 32903 | Series A | 106,292 | Preferred |
| GREENWAY CAPITAL LP 2318 W 59TH STREET MISSION HILLS, KS 66208 | Series A | 354,304 | Preferred |
| HARSHAL ZOPE, PH.D. 65 Riverside Avenue Apt #11 Medford, MA 02155 | Common Options | 85,000 | Options |

List of equity security holders consists of 24 total page(s)

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Best Case Bankruptcy

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|-------------------------------------------------------------------------------------------------|-----------------------|----------------------|--------------------------------------------------|
| HELEN KUNRUI SHEN 118 BT TERESA RD SINGAPORE | Series A | 85,033 | Preferred and Warrant (expired June 2018) |
| HENRY HERZING REVOCABLE LIVING TRUST UAD 64 CAYMAN DRIVE | Series A | 300,000 | Preferred |
| HENRY MORRIS ZACHS 40 WOODLAND STREET Hartford, CT 06105 | Series A | 50,000 | Preferred and Warrant (expired June 2018) |
| HINDSIGHT CAPITAL LP 981 LINDA FLORA DRIVE Los Angeles, CA 90049 | Series A | 102,291 | Preferred |
| HOLGER LIEPMANN 531 SILVERTIP DR Incline Village, NV 89451 | Series A | 17,716 | Preferred |
| HONG SHANG XIAO 106 STONE CLIFF RD Princeton, NJ 08540 | Series A | 70,861 | Preferred and Warrant (expired June 2018) |
| HOSSEIN ESLOMBOLCI, Ph.D. 14114 Capewood Lane San Diego, CA 92128 | Common Options | 72,656 | Options |
| HOWARD B BRODSKY REVOCABLE TRUST OF 1988 1277 CHESTNUT STREET Manchester, NH 03104 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| HOWARD J WORMAN 240 WEST 102ND ST APT 41 New York, NY 10025 | Series A | 17,716 | Preferred |
| ISAAC BLECH 395 South End Avenue, Apt. 28J New York, NY 10280 | Common Options | 3,162,379 | Options |
| JAMES A KLUGE 33802 N. 55TH PLACE Cave Creek, AZ 85331 | Series A | 35,431 | Preferred |

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---------------------------------------------------------------------------------------------------------|-----------------|----------------------|--------------------------------------------------|
| JAMES B AND KAREN A GLAVIN FAMILY TRUST 18469 VIA CANDELA RANCHO Rancho Santa Fe, CA 92091 | Series A | 35,431 | Preferred |
| JAMES B FRYFOGLE 15910 HARWICK DRIVE Spring, TX 77379 | Series A | 18,000 | Preferred |
| JAMES C GILSTRAP TRUST UAD 1/16/95 JAMES 5067 SHORE DR Carlsbad, CA 92008 | Series A | 70,861 | Preferred |
| JAMES E LINEBERGER REVOCABLE TRUST UAD 0 725 PALM TRAIL #11 Delray Beach, FL 33483 | Series A | 35,431 | Preferred |
| JAMES H STEBBINS 1467 CONWAY ROAD Lake Forest, IL 60045 | Series A | 70,861 | Preferred |
| JAMES J VENERUSO LILLIAN B VENERUSO JTTE 100 DELLWOOD RD Bronxville, NY 10708 | Series A | 17,716 | Preferred and Warrant (expired June 2018) |
| JAMES L DRITZ 3 LEDGEWOOD PLACE Armonk, NY 10504 | Series A | 70,000 | Preferred |
| JAMES L. PAYNE ARLENE H. PAYNE TEN COM 439 W BOOT RANCH RIDGE Fredericksburg, TX 78624 | Series A | 214,997 | Preferred |
| JAMES W. SWISTOCK 283 RIVER DR Jupiter, FL 33469 | Series A | 113,377 | Preferred and Warrant (expired June 2018) |
| JAMES W. SWISTOCK 283 RIVER DR TEQUESTA, FL 33469 | Series A | 28,345 | Preferred and Warrant (expired June 2018) |
| JAMES W. THOMAS 1466 W LAMPLIGHTER LANE North Wales, PA 19454 | Series A | 17,716 | Preferred |

List of equity security holders consists of 24 total page(s)

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Best Case Bankruptcy

In re: **WaveGuide Corporation**

Case No. **18-12207-JNF**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|----------------------------------------------------------------------------------------------------------------------------|---------------------------------|----------------------|------------------------------------------------------------|
| JDA PARTNERS LP 5215 OLD ORCHARD RD Skokie, IL 60077 | Series A | 88,576 | Preferred |
| JEFF KURTZ 290 SYLVAN AVE Englewood, NJ 07636 | Series A | 17,998 | Preferred |
| JEFFREY C ALLARD 379 SILVER ST Wilbraham, MA 01095 | Series A | 17,716 | Preferred |
| JERALD ZIMMER 25 SUTTON PLACE SOUTH APT 7P New York, NY 10022 | Series A | 17,716 | Preferred |
| JERRY LAWRENCE SIEGEL 638 LAS ALTERAS RD Santa Barbara, CA 93103 | Series A | 17,716 | Preferred |
| JERRY ZELDIS, M.D. 101 West 24th Street, Apt. 23B New York, NY 10011 | Common Options | 72,656 | Options |
| JMM PARTNERS LLC c/o Brent Segal 5 Randall Street Pembroke, MA 02359 | Common | 1,825,506 | Common |
| JOEL L HOCHMAN REVOCABLE TRUST UAD 12/8/ 481 Throntdale Drive Buffalo Grove, IL 60089 | Series A | 50,000 | Preferred |
| JOHN C BLAZIER 221 W 6TH ST, #2000 Austin, TX 78701 | Series A | 17,716 | Preferred and Warrant (expired June 2018) |
| JOHN D GIBBS 16 E STREET, SW Ardmore, OK 73401 | Series A | 20,000 | Preferred and Warrant (expired June 2018) |
| JOHN V WAGNER 233 JORDIN DRIVE LOS ALTOS, CA 94072 | Series A | 35,500 | Preferred |

In re: **WaveGuide Corporation**

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Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---------------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------------------------------------------------|
| JONATHAN PATRONIK 2 CAPANO DR AG Newark, DE 19702 | Series A | 17,730 | Preferred |
| JONATHAN PEACOCK 613 VAN BEUREN ROAD Morristown, NJ 07960 | Series A | 35,431 | Preferred |
| JONATHAN RICHARD SYMONDS 1 BATCHWORTH HEATH RICKMANWORTH HERTS UK WD31QB | Series A | 141,722 | Preferred |
| JORDAN FAMILY LLC 400 E LAKE STREET Minneapolis, MN 55408 | Series A | 40,000 | Preferred |
| JOSEPH M CHALIL 6219 VIVEO CT Lake Worth, FL 33463 | Series A | 8,858 | Preferred and Warrant (expired June 2018) |
| JOSEPH RAPP ANNE RAPP 835 LONGVIEW AVE Valley Stream, NY 11581 | Series A | 24,979 | Preferred |
| JOSHUA KURZBAN MICHELLE KURZBAN 15089 STEARNS ST Overland Park, KS 66221 | Series A | 70,861 | Preferred |
| JULI-ANN CIALONE 55 TRUESDALE LAKE DR South Salem, NY 10590 | Series A | 7,000 | Preferred |
| KAREN DEBORAH SHASHA 100 BLEEKER ST 7A New York, NY 10012 | Series A | 17,716 | Preferred |
| KAZUAKI YONEMOTO 5-23 IMAOKACHO, INAGELEA CHIBA CITY JAPAN 26303-3000 | Series A | 35,431 | Preferred |
| KEITH GELLES 4825 Applebutter Rd. Perkasie, PA 18944 | Series A | 130,000 | Preferred |

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LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---------------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------------------------------------------|
| KENNETH A SLIVA REVOCABLE TRUST UAD 6/11 5522 N CAMINO ARENA Tucson, AZ 85718 | Series A | 10,700 | Preferred |
| KENNETH JAY HEYMANN 1211 WESTMONT DRIVE Southlake, TX 76092 | Series A | 20,000 | Preferred and Warrant (expired June 2018) |
| KF BUSINESS VENTURES LP 10866 WILSHIRE BLVD, STE 1500 Los Angeles, CA 90024 | Series A | 708,607 | Preferred and Warrant (expired June 2018) |
| L & CO, LLC FLEET PLAZA BLDG - 1120 POST RD Darien, CT 06820-5447 | Series A | 35,431 | Preferred |
| L. KARSTEN LUNDRING 203 BAINBRIDGE CT Thousand Oaks, CA 91360 | Series A | 20,015 | Preferred |
| LARRY HOPFENSPIRGER REVOCABLE TRUST UAD 2025 NICOLLET AVE SOUTH #203 Minneapolis, MN 55404 | Series A | 100,000 | Preferred |
| LAWRENCE J WERT 17 NUTAIL ROAD Riverside, IL 60546 | Series A | 106,292 | Preferred |
| LEE R CHARTOCK 396 WASHINGTON ST #304 Wellesley Hills, MA 02481 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| LEONARD JAY PRUZANSKY 5405 WINDING RIVER ROAD Richmond, TX 77406 | Series A | 35,431 | Preferred |
| LOUIS VIGDEN 21 W 86TH ST APT 15G New York, NY 10024 | Series A | 28,345 | Preferred |
| LUNDRING FAMILY TRUST UAD 02/13/02 ERIK 5663 VIA BANITA Newbury Park, CA 91320 | Series A | 35,431 | Preferred |

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|----------------------------------------------------------------------------------------------------------------------------------|----------------------------------|-----------------------------------------------|--------------------------------------------------|
| MAHO VENTURES FUND 2 LLC 1000 WEST MCNAB RD SUITE 320 Fort Lauderdale, FL 33334 | Series A | 35,431 | Preferred |
| MAI2 LLC 38 EVANS DRIVE BROOKVILLE, NY 11545 | Series A | 250,000 | Preferred |
| MARC A COHEN 300 DAFFODIL DRIVE Norwood, NJ 07648 | Series A | 35,431 | Preferred |
| MARC EZRALOW IRREVOCABLE TR UTD 06/01/20 23622 CALABASAS ROAD SUITE 200 Calabasas, CA 91302 | Series A | 53,146 | Preferred |
| MARC R. JALBERT 3943 DA VINCI DR Longmont, CO 80503 | Series A | 35,000 | Preferred |
| MARCUS SEMONES, PH.D. 120 Browne St. #1 Brookline, MA 02446 | Common and Common Options | 1,825,506 issued and 2,708,787 options | Common and Options |
| MARIO COVO 1155 PARK AVE APT 6NE New York, NY 10128 | Series A | 17,716 | Preferred |
| MARIO FAMILY PARTNERS LP PO BOX 445, 20 FAIRMOUNT AVENUE Chatham, NJ 07928 | Series A | 177,152 | Preferred and Warrant (expired June 2018) |
| MARK H RUBIN 84 BIGELOW RD West Newton, MA 02465 | Series A | 53,146 | Preferred |
| MARK J LEE 707 MARION AVE Palo Alto, CA 94303 | Series A | 17,716 | Preferred |
| MARK REUTLINGER ANALEE REUTLINGER COMM P 4627 WAYNEWORCK ST W UNIVERSITY PLACE, WA 98466 | Series A | 70,860 | Preferred and Warrant (expired June 2018) |

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(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|-----------------------------------------------------------------------------------------------|-----------------------|----------------------|--------------------------------------------------|
| MARK SALMON 222 EAST 51 STREET, APT 2B New York, NY 10022 | Series A | 17,716 | Preferred and Warrant (expired June 2018) |
| MARK SAMUEL HEYMANN 151403 CANYON CREST CIR Dallas, TX 75248 | Series A | 20,000 | Preferred and Warrant (expired June 2018) |
| MARKETPLACE LOFTS LIMITED PARTNERSHIP 10 THACHER STREET SUITE 3 Boston, MA 02113 | Series A | 70,861 | Preferred |
| MARTIN L REICH 2336 PEACHTREE LANE San Jose, CA 95128 | Series A | 35,431 | Preferred |
| MASSIMILIANO LACOLLA, PH.D. 40 Brattle St #2 Arlington, MA 02476 | Common Options | 117,237 | Options |
| MATTHEW ORLANDO 514 N MCCADDEN PLACE Los Angeles, CA 90004-1028 | Series A | 17,716 | Preferred |
| MAXIM PARTNERS LLC 405 Lexington Avenue New York, NY 10174 | Common | 558,036 | Common and Warrants |
| MICHAEL COHN PAULA COHN JT TEN 619 EL DORADO DRIVE Elizabethtown, KY 42701 | Series A | 17,716 | Preferred |
| MICHAEL CURTO 45 HAMPSHIRE CIRCLE Bronxville, NY 10708 | Series A | 17,716 | Preferred |
| MICHAEL HAROLD RIEBER 9 HADRIAN DR Livingston, NJ 07039 | Series A | 106,292 | Preferred |
| MICHAEL J CORLESS 191 MEADOW LACK LN Boalsburg, PA 16827 | Series A | 142,000 | Preferred |
| Michael Jones 13010 Sunset Drive Los Altos, CA 94022 | Common Options | 232,528 | Options |

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LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|-------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------|
| MICHAEL PIERCE 650 OCEAN ROAD Vero Beach, FL 32963 | Series A | 70,861 | Preferred |
| MICHAEL ROBERT HAMBLETT 9 BAYVIEW PLACE Madison, CT 06443 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| MILES KENNETH LIGHT 1105 MAPLE CT Broomfield, CO 80020 | Series A | 17,716 | Preferred |
| MONTE D ANGLIN JANET S ANGLIN JT TEN 1295 MERIDIAN RANCH DR Reno, NV 89523 | Series A | 17,716 | Preferred |
| NAN SUN, PH.D. ECE Department University of Texas at Austin 2501 Speedway (EER 4.820) Austin, TX 78712 | Common Options | 180,208 | Options |
| NARENDRA KADABA 5195 VIA CAPOTE Newbury Park, CA 91320 | Series A | 17,716 | Preferred |
| NATHAN HALEGUA 406 GRACE AVENUE Great Neck, NY 11021 | Series A | 21,259 | Preferred |
| NATIONAL MEDICAL DEVELOPMENT INC. 5001 25TH AVENUE NE STE 202 Seattle, WA 98105 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| NEIL WASSERMAN 3620 38TH STREET Washington, DC 20016 | Series A | 21,259 | Preferred |
| NEIL WASSERMAN 3620 38TH STREET Washington, DC 20016 | Series A | 21,259 | Preferred |
| Nelson Stacks 393 Brookline Street Newton Center, MA 02459 | Common and Common Options | 569,359 issued and 4,546,253 options | Common and Options |

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LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|--------------------------------------------------------------------------------------------------------|-----------------------|----------------------|--------------------------------------------------|
| NIGEL ALEXANDER 7155 WEST PRINCETON AVE Denver, CO 80235 | Series A | 35,431 | Preferred |
| O.C.A. CONSTRUCTION 8434 CORCORON ROAD Willow Springs, IL 60480 | Series A | 17,716 | Preferred |
| OAKWOOD CAPITAL LLC 2045 STATE ROUTE 27 Edison, NJ 08817-3334 | Series A | 177,152 | Preferred |
| OMID FAROKHZAD, M.D. 15 Laura Road Waban, MA 02468 | Common Options | 117,328 | Options |
| OSI HOLDINGS LLC 1551 DUNWOOD VILLAGE PKWAY, 3888472 Atlanta, GA 30356 | Series A | 35,431 | Preferred |
| OSPREY I LLC 10460 ROOSEVELT BLVD N #200 Saint Petersburg, FL 33716 | Series A | 75,000 | Preferred |
| PAUL A. FEGLEY 156 FOUR WIND DRIVE Middletown, NJ 07748 | Series A | 17,716 | Preferred |
| PAUL MONTANARELLA 36513 N 29TH LN Phoenix, AZ 85086 | Series A | 10,877 | Preferred and Warrant (expired June 2018) |
| PETER FARRELL, PH.D. Resmed Corporation 9001 Spectrum Center Blvd. San Diego, CA 92123 | Common Options | 348,792 | Options |
| PETER HESS FRIEDLAND 1125 PARK AVENUE APT 11B New York, NY 10128 | Series A | 35,431 | Preferred |
| PETER R ROCK MARY C ROCK 108 EVERETT ST Natick, MA 01760 | Series A | 17,716 | Preferred |
| PETER SCHIFFRIN 4519 RIVER ROAD NW Washington, DC 20016 | Series A | 35,431 | Preferred |

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|-------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------|
| PHILLIP M GENDELMAN 17 CHILDS ROAD LEXINGTON, MA 02410 | Series A | 17,716 | Preferred |
| PREMNATH VISWANATH PO BOX 3567 Saratoga, CA 95070-1567 | Series A | 21,262 | Preferred |
| PRESIDENT AND FELLOWS OF HARVARD COLLEGE Richard and Susan Smith Campus Center 1350 Massachusetts Ave, Suite 727E Cambridge, MA 02138 | Common | 859,128 | Common |
| RANDE R WILLISON 11270 GLEN OAKES CT North Palm Beach, FL 33408 | Series A | 17,716 | Preferred |
| RAYMOND F BARBUSH III 409 N GAMMON ROAD Madison, WI 53717 | Series A | 17,716 | Preferred |
| REED C MOSKOWITZ 341 EAST 21ST STREET New York, NY 10010 | Series A | 212,583 | Preferred |
| REPUBLIC CONSTRUCTION CORP 8150 REPUBLIC BLVD Toledo, OH 43615 | Series A | 18,000 | Preferred |
| RICHARD D COHEN 21870 CORTAGENA DR Boca Raton, FL 33428 | Series A | 150,000 | Preferred |
| RICHARD I STILLMAN AND JEANNIE STILLMAN 49 LAKE DRIVE Mountain Lakes, NJ 07046 | Series A | 177,152 | Preferred |
| RICHARD MARTIN REITER 884 TYNEA WAY Incline Village, NV 89451 | Series A | 17,716 | Preferred |
| RICHARD SAKAKEENY 1 HIGHRIDGE ROAD ASHLAND, MA 01321 | Series A | 17,716 | Preferred |

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|----------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------------------------------------------|
| RICHARD SAXE 3 WESTLEDGE ROAD Marblehead, MA 01945 | Series A | 20,000 | Preferred |
| RICHARD W BONENBERGER JERRIANE BONENBERG 5610 PIERDILY LN Evansville, IN 47711 | Series A | 70,861 | Preferred and Warrant (expired June 2018) |
| RICK D MACE 525 NORTH GRANT ST Hinsdale, IL 60524 | Series A | 21,259 | Preferred |
| ROBERT BAHR 41 COOKE STREET Providence, RI 02906 | Series A | 35,431 | Preferred |
| ROBERT C MONKS 1008 SYRACUSE ST Denver, CO 80230 | Series A | 35,500 | Preferred |
| ROBERT CHARLES BOURGE 2250 HIGHLAND AVE S UNIT 87 Birmingham, AL 35205 | Series A | 70,861 | Preferred |
| ROBERT E TRUSKOWSKI 110 N.COAST HWY Laguna Beach, CA 92651 | Series A | 70,861 | Preferred |
| ROBERT FROME 65 E 88TH STREET New York, NY 10322 | Series A | 24,997 | Preferred |
| ROBERT GRINBERG 30 CRAMAOND RD Chestnut Hill, MA 02467 | Series A | 80,000 | Preferred |
| ROBERT KANTOR 7 HELLER DR Montclair, NJ 07043 | Series A | 17,716 | Preferred |
| ROBERT KARGMAN MARJIE KARGMAN JTEN 151 TREMONT STREET, PH Boston, MA 02111-1125 | Series A | 180,064 | Preferred |

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|-----------------------------------------------------------------------------------------------|----------------|----------------------|----------------------------------------------|
| ROBERT KARGMAN MARJIE KARGMAN JTEN 151 TREMONT STREET, PH Boston, MA 02111-1175 | Series A | 360,064 | Preferred |
| ROBERT MICHAEL SHAVELLE 13020 SAN SALVADOR PLACE Cerritos, CA 90703 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| ROBERT POZEN ELIZABETH POZEN JTEN 9 ARLINGTON STREET Boston, MA 02116 | Series A | 354,304 | Preferred |
| ROBERT TRUSKOWSKI 110 N.COAST HWY Laguna Beach, CA 92651 | Series A | 70,861 | Preferred |
| ROHN MARSHALL HOUSEHOLDER 5325 S ADOBE CT Chandler, AZ 85249 | Series A | 17,716 | Preferred |
| RON ELLER BETH ELLER JTEN 420 MONROE ST Denver, CO 80206 | Series A | 18,000 | Preferred |
| RONALD ARTINIAN 5 BRISTOL DR Manhasset, NY 11030 | Series A | 85,033 | Preferred |
| RUDES GCT INVESTMENT PARTNERSHIP 7886 DUNVAGEN CT Pahokee, FL 33476 | Series A | 248,013 | Preferred |
| RUSSEL S DRITZ 8 BOLTON DRIVE Manhasset, NY 11030 | Series A | 15,000 | Preferred |
| S. BARSHOP INVESTMENTS, LTD 10001 REUNION PLACE, SUITE 230 San Antonio, TX 78216 | Series A | 70,000 | Preferred and Warrant (expired June 2018) |
| SALEM CAPITAL LLC 51 WEST 52ND STREET New York, NY 10019 | Series A | 425,164 | Preferred and Warrant (expired June 2018) |
| SAMUEL A FISHER 22 COCKMAN ROAD Garrison, NY 10524 | Series A | 35,430 | Preferred |

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---------------------------------------------------------------------------------------------------------------------------|-----------------------|----------------------|------------------|
| SAMUEL FULLER, PH.D. 5 Upland Road Wellesley, MA 02482 | Common Options | 72,656 | Options |
| SANTUCCIO RICCIARDI 4307 OLDE CHARTED TRAIL Youngstown, OH 44514 | Series A | 17,716 | Preferred |
| SCOTT V DOLS AND VICKI N DOLS JTEN 19822 WETHERBY LN Lutz, FL 33549 | Series A | 56,689 | Preferred |
| SEBASTIAN PATULEA 18 Bromfield Road, #1 Somerville, MA 02144 | Common Options | 584,800 | Options |
| SHAMUS LLC 11150 SANTA MONICA BOULEVARD SUITE 1400 Los Angeles, CA 90025 | Series A | 708,607 | Preferred |
| SHLOMO CAINE 7 OTNEIL STREET JERUSALEM ISRAEL 95303 | Series A | 36,116 | Preferred |
| SHUMEET BANERJI 350 E 79TH ST APT 29C New York, NY 10075 | Series A | 141,722 | Preferred |
| SIDNEY K SWANK KATHRYN A SWANK 3625 RUNNYMEDE Saint Charles, MO 63301 | Series A | 10,630 | Preferred |
| SIDNEY TAUBENFELD 247 W 87TH ST APT 7G New York, NY 10024 | Series A | 17,716 | Preferred |
| SOL BARER 2 Barer Lane Mendham, NJ 07945 | Common Options | 1,418,420 | Options |
| SPA TRUST U/T/D/ 09/13/2004 MARC EZRALOW SPA TRUST U/T/D/ 09/13/2004 MARC EZRALOW Calabasas, CA 91302 | Series A | 53,146 | Preferred |

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LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|----------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------|
| SPINNAKER FOUNDATION 6 WINSTON FARM LN Far Hills, NJ 07931 | Series A | 35,431 | Preferred |
| STANLEY M MARKS 720 FILBERT STREET Pittsburgh, PA 15232 | Series A | 35,431 | Preferred |
| STEPHEN M PAYNE 7185 OLD HIGHWAY Carbondale, IL 62901 | Series A | 50,071 | Preferred |
| STEVE H. ORAM 2012 DESCENDENTS TRUST UAD 4600 N PARK AVENUE PLAZA S Chevy Chase, MD 20815 | Series A | 35,431 | Preferred |
| STEVEN FARBER 9 DANIEL DRIVE Glen Cove, NY 11542 | Series A | 20,000 | Preferred |
| STEVEN GLASSMAN 18 TOTTEN CT Marlboro, NJ 07746 | Series A | 17,716 | Preferred |
| STEVEN K. LUMINAIS ELIZABETH KINDWALL LU 880 OLD STATE ROAD Berwyn, PA 19312 | Series A | 35,431 | Preferred |
| STEVEN KAYE YOST FAMILY TRUST UAD 2/7/92 1265 LYNMORE DRIVE Thousand Oaks, CA 91360 | Series A | 70,000 | Preferred |
| STEVEN M NELSON 14437 N 14TH PLACE Phoenix, AZ 85022 | Series A | 20,000 | Preferred |
| STEVEN ROTHSTEIN 34 JEFFERSON LANDING CIRCLE PORT JEFFERSON, NY 11779 | Series A | 17,715 | Preferred |
| STORMY ADAMS 5117 SILVER KING RD Las Cruces, NM 88011-9356 | Series A | 50,312 | Preferred |

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| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|--------------------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------|
| TERRENCE E TROY 7 EDGE CUMBE PLACE Saint Paul, MN 55116 | Series A | 88,576 | Preferred |
| THE BAHR FAMILY LIMITED PARTNERSHIP 41 COOKE STREET Providence, RI 02906 | Series A | 49,603 | Preferred |
| THE DIANA AND DAVID FRESHWATER LIVING TR 1915 E CAMINO MI RAYAL Tucson, AZ 85718 | Series A | 71,000 | Preferred |
| THE JOSHUA AND JULIE OFMAN FAMILY TRUST 25546 COLETTE WAY Calabasas, CA 91302 | Series A | 53,146 | Preferred |
| THE KENTOR TRUST UAD 09/18/02 ERIC KENTO 105 BELL CANYON ROAD West Hills, CA 91307 | Series A | 35,500 | Preferred |
| THE NOTAS FAMILY TRUST UAD 08/13/97 90 VIA ASPERO Alamo, CA 94507-2755 | Series A | 53,500 | Preferred |
| THE OAKS FAMILY LLC 151 TREMONT STREET, PH Boston, MA 02111 | Series A | 180,064 | Preferred |
| THE OBERKFELL LIVING TRUST UAD 12/18/02 10107 E CINDER CONE TRL Scottsdale, AZ 85262 | Series A | 39,682 | Preferred |
| THE RETAIL DISCRETIONARY TRUST UAD 5/31/ 19 CROTONHURST AVENUE NORTH CAUFIELD, AUSTRALIA VK3161 | Series A | 17,698 | Preferred |
| THOMAS HUANG 1208 KOLOA ST Honolulu, HI 96816 | Series A | 35,431 | Preferred |
| THOMAS L EISENBERG 372 CENTRAL PARK W New York, NY 10025 | Series A | 24,802 | Preferred |

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| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|------------------------------------------------------------------------------------------------------|-----------------|----------------------|------------------------------------------------------|
| THOMAS P MAGNE c/o Maxim Group LLC 405 Lexington Avenue New York, NY 10174 | Series A | 17,716 | Preferred |
| TIANNING YU 45 RIVER DR. S APT 3205 Jersey City, NJ 07310 | Series A | 21,259 | Preferred and Warrant (expired June 2018) |
| TIMOTHY P HANLEY DELOITTE 555 E WELLS ST, STE 1400 Oconomowoc, WI 53066 | Series A | 53,146 | Preferred |
| TOM BENDER 130 WAVERLY CIR Phoenixville, PA 19460 | Series A | 35,431 | Preferred |
| TOM SEGO 1045 HUTCHUNSON AVE Palo Alto, CA 94301 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| TRANSPAC INVESTMENTS LIMITED ROOM 908, BANK OF AMERICA TOWER, 12 HARC CHINA | Series A | 354,304 | Preferred |
| U/W CARL M LOEB 01/03/55 TRUST FBO THOMA 125 BROAD ST 14TH FLOOR New York, NY 10004 | Series A | 177,152 | Preferred |
| VAIBHAV A SAGAR 20 NEWPORT PKWY Jersey City, NJ 07310 | Series A | 8,858 | Preferred |
| VICTOR F. KEEN 2027 MOUNT VERNON ST Philadelphia, PA 19130 | Series A | 35,431 | Preferred and Warrant (expired June 2018) |
| WALTER T. DEC 8 MARIGOLD LANE Califon, NJ 07830 | Series A | 35,431 | Preferred |
| WAYNE HUEPENBECKER 61824 193RD STREET Litchfield, MN 55355 | Series A | 70,861 | Preferred |

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| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|--------------------------------------------------------------------------------------------------------------------------------|-----------------------|----------------------|--------------------------------------------------|
| WENDY GRAHAM-COCO 7 Acorn Lane Dedham, MA 02026 | Common Options | 291,771 | Options |
| WILLIAM GRIECO 14 MELLE LANE Wayland, MA 01778 | Series A | 70,861 | Preferred |
| WILLIAM H KIMBALL FAMILY TRUST UAD 04/08 100 COLORADO STREET, APT 2509 Austin, TX 78781 | Series A | 17,716 | Preferred |
| WILLIAM HERBERT HUNT TRUST ESTATE 2101 CEDAR SPRINGS ROAD SUITE 600 Dallas, TX 75201 | Series A | 708,607 | Preferred and Warrant (expired June 2018) |
| WILLIAM JOHN TRUXAL 226 HARBORVIEW LANE Largo, FL 33770 | Series A | 17,716 | Preferred |
| WILLIAM SHEPPARD 19827 WINDSOR TERRAS CIRCLE Katy, TX 77450 | Series A | 17,716 | Preferred |
| YAN GU ROOM 102, UNIT 1, BLDG 47 ZHAO HUI YI QU, XIACHENG DISTRICT, HANGZHOU CITY, ZHEILANG PROVINCE, CHINA | Series A | 708,607 | Preferred and Warrant (expired June 2018) |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **President** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **June 27, 2018**

Signature



Nelson K. Stacks

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*